

Notice of Meeting

BOARD OF TRUSTEES OF THE GALVESTON WHARVES

IN ACCORDANCE WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES ACT (ADA), PERSONS IN NEED OF A SPECIAL ACCOMMODATION TO PARTICIPATE IN THIS PROCEEDING SHALL, WITHIN THREE (3) DAYS PRIOR TO ANY PROCEEDING, CONTACT THIS OFFICE, 123 ROSENBERG AVENUE, 8TH FLOOR, GALVESTON, TEXAS 77550 (409-766-6105) TO MAKE ARRANGEMENTS FOR THE SPECIAL ACCOMMODATION.

Regular Monthly Meeting

Monday, March 28, 2016

9:20 a.m.

Port of Galveston

8th Floor Shearn Moody Plaza

123 Rosenberg Avenue, Galveston, TX 77550

-THE REGULAR MONTHLY MEETING IS OPEN TO THE PUBLIC-

BOARD OF TRUSTEES

**Chairman Benjamin F. Holland, Jr.
Trustee Elizabeth Beeton
Trustee Albert P. Shannon
Trustee Mayor James D. Yarbrough**

**Vice Chairman Edward J. Walsh, III
Trustee Richard D. DeVries
Trustee Gerald A. Sullivan**

**Michael J. Mierzwa, Port Director
Anthony P. Brown, Port Attorney**

I. REGULAR MONTHLY MEETING

A. CALL TO ORDER

A-1 Roll Call

A-2 Declaration of Quorum

B. DECLARATION OF CONFLICTS OF INTEREST BY TRUSTEES

C. GENERAL BUSINESS

1. PRESENTATIONS AND ANNOUNCEMENTS

A-1 Comments from the Public

2. APPROVAL OF MINUTES OF THE BOARD OF TRUSTEES

B-1 Minutes of the Regular Monthly Meeting of the Board of Trustees held February 29, 2016

3. PORT DIRECTOR'S REPORT

C-1 Port Director/Staff Reports – Consideration of Information Received from the Port Director or Other Members of Port Staff with Respect to Port Operations, Including Such Matters as Revenue, Expense, and Other Financial Information; Cargo Tonnage and Ship Calls; Cruise Passenger Activity, Car Counts, and Ship Calls; Security Conditions and Other Security Related Matters; Facility Improvements, Maintenance, Repairs, and Demolition; Dredging; Matters Relating to Parking Operations; Staff and Trustee Travel Reports; and Other Matters Required to be Reported to the Trustees Pursuant to Law or Board Policy.

4. CONSENT AGENDA

D-1 Consider Board and Staff Expense Reports
D-2 Consider Financial Statements
D-3 Accept Port Investments Report
D-4 Accept Bank Reconciliation Report and Schedule of Restricted Fund Balances
D-5 Accept Cash Flow Projections
D-6 Accept Monthly Delinquent Accounts Receivable Analysis
D-7 Accept Vendor Check Register Report
D-8 Consider Trade Development

5. BUSINESS ITEMS

E-1 Discuss and Consider Acceptance of the Galveston Wharves (Port) and the Galveston Port Facilities Corporation (GPFC) Consolidated Financial Audit, Comprehensive Annual Financial Report (CAFR), and the Federal Single Audit Report
E-2 Discuss and Consider Resolution Approving the Galveston Wharves Investment Policy Following the Annual Review as Required by the Public Funds Investment Act

- E-3 Discuss and Consider Loan of Vehicle Agreement Between BMW of North America, LLC and the Board of Trustees of the Galveston Wharves by which BMW North America Agrees to Provide Vehicles for Use by the Port of Galveston as Provided in the Terms of the Loan of Vehicle Agreement
- E-4 Discuss and Consider First Amendment to Maintenance Dredging Contract with Callan Marine, Ltd.

II. RECESS INTO EXECUTIVE SESSION

ANNOUNCE GOING INTO EXECUTIVE SESSION PURSUANT TO TEXAS GOVERNMENT CODE

-Section 551.071 – Consultation with Attorney

- a. Seek or receive advice on legal issues relating to use of the name “Port Parking”.
- b. Seek or receive advice on legal issues and contemplated litigation relating to the reimbursement of Port funds expended on Port Security Grant Projects.
- c. Seek or receive advice on legal claim asserted by an employee.
- d. Seek or receive advice on pending litigation, including without limitation:
 - 1. Santa Fe Discount Cruise Parking, Inc., et al. v. the Board of Trustees of the Galveston Wharves et al., Federal Maritime Commission Docket No. 14-06;
 - 2. Santa Fe Discount Cruise Parking, Inc. et al. v. the Board of Trustees of the Galveston Wharves et al., Civil Action No. 3:14-CV-00206, in the United States District Court for the Southern District of Texas, Galveston Division;
 - 3. Civil Action No. 3:14-CV-00383; Baker Pile Driving & Site Work, LLC v. Junttan UK Hire Ltd. et al; in the United States District Court for the Southern District of Texas.

-Section 551.072 – Real Estate

- a. Discuss issues relating to value of real property owned and operated by Port – parking lots.

-Section 551.087 – Economic Development Negotiation

- a. Discuss or Deliberate Regarding Commercial or Financial Information Received from a Business Prospect Seeking to Locate, Stay, or Expand at the Port of Galveston, or Deliberate the Offer of a Financial or Other Incentive to such a Business Prospect

ADJOURNMENT OF EXECUTIVE SESSION

RECONVENE REGULAR MONTHLY MEETING

BUSINESS ITEMS (CONTINUED)

- E-5 Discuss and Consider Proposed Settlement of Civil Action No. 3:14-CV-00383; Baker Pile Driving & Site Work, LLC v. Junttan UK Hire Ltd. et al; in the United States District Court for the Southern District of Texas
- E-6 Discuss and Consider Draft Parking Strategy and Marketing Plan
- E-7 Discuss and Consider Possible Action on Legal Issues Discussed in Executive Session

- D. COMMENTS FROM THE BOARD OF TRUSTEES**
- E. SET DATE OF NEXT BOARD MEETING, TIME AND LOCATION**
- F. ADJOURNMENT**

THE ITEMS LISTED FOR THE CONSENT AGENDA ARE CONSIDERED ROUTINE AND WILL NOT BE DISCUSSED UNLESS A TRUSTEE DESIRES TO DISCUSS – AS IS THE CASE, THAT SUCH ITEM WILL BE REMOVED FROM THE CONSENT AGENDA AND CONSIDERED PRIOR TO THE REGULAR AGENDA ITEMS. AS USED IN THIS NOTICE, THE TERM “EXECUTIVE SESSION” MEANS A “CLOSED MEETING” AS DEFINED IN TEXAS GOVERNMENT CODE CHAPTER 551, THE OPEN MEETINGS ACT. THE BOARD RESERVES THE RIGHT TO ADJOURN INTO EXECUTIVE SESSION AT ANY TIME DURING THE COURSE OF THIS MEETING TO DISCUSS ANY SUBJECT, INCLUDING WITHOUT LIMITATION ANY SUBJECT APPEARING ON THIS AGENDA, AS AUTHORIZED BY THE OPEN MEETINGS ACT. FOLLOWING ANY EXECUTIVE SESSION, THE BOARD IN OPEN SESSION MAY TAKE A FINAL ACTION, DECISION, OR VOTE ON A MATTER DELIBERATED IN EXECUTIVE SESSION, AS AUTHORIZED BY THE OPEN MEETINGS ACT.

3:30 p.m., Thursday, March 24, 2016

By: Michael J. Mierzwa
Michael J. Mierzwa, Port Director